

EXHIBIT K



PERFORMANCE MANAGEMENT

Exempt Form

Mellon

Performance Management Form

Employee Information

Employee Name:	Linda J. Blozis	Manager's Name:	William S. Becker
Job Title:	Portfolio Administrator	Next Level Manager:	Brendan M. Gilmore
Salary Grade:	06	Date of Planning:	2/25/02
Department:	PWM - DE	Date of Mid-Year Review:	
Length of Service:	12	Date of Final Assessment:	1/27/03
Time in Current Position:	2	Date of Prior Assessment:	2/22/02

Section I: Results-Based Goals

Individuals must have at least one goal in each area and we suggest an overall total of six to eight goals for this section. Examples of goals can be found in the Performance Management toolkit.

Goals/Plans for the Year		Year-End Summary and Accomplishments			
		Assessment			
Business & Operating Contributions					
Become technically proficient with Trust and Investment Operational systems	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Grow fee revenue by accurately tracing enrichments to accounts	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Analyze Corporate Actions; monitoring sale or acquisition of stock that will compliment the client's account; reduce # of overdrafts by daily tracking	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Customer-Related Contributions					
Reduce number of callbacks by providing appropriate assistance to clients when Port. Off is not available	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Linda did a good job covering for me during 2002, not only when I was out of town on Client meetings but also when working in Philadelphia
Preparing meeting packets in a timely and efficient manner	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	The goal for next year is to have them ready 2-3 days before each meeting
Employee-Related Contributions					
Attend training sessions as appropriate	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Initiated sweep vehicle conference call for team	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Increase familiarity of cross-over responsibilities within the team	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

Planning for the Year	Year-End Overall Assessment	Year-End Commitments			
		Planning	Review	Development	Action Items
Other Contributions (includes corporate, synergy, project-specific)					
Monitor account diversification and recommend changes to conform w/ policy	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	After training, Linda began doing this for accounts during the reg 9 review process towards the end of the year
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	

*Requires a comment/explanation

Year-End Overall Assessment for Results-Based Goals:

Meets Target

Exceeds Target

Outstanding

Below Target

Comments on Year-End Assessment (add pages if necessary):

Linda covered basic client inquiries for me last year. Going forward, more complex issues relative to account management for clients will need to be learned, including asset allocation strategies and Mellon investment management capabilities.

Section II: Shared Values

During the planning process, managers and employees should agree on specific behaviors for the year that would demonstrate Mellon's Shared Values. Definitions are given in the directions document.

Shared Value	Action Item	Year-End Assessment			
		Planning	Review	Development	Action Items
Integrity	Respects others opinions and encourages communications among teams	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Teamwork	Develops contacts in operations areas with the purpose of improving client problem resolution; frequently communicates with fellow employees to accept and generate feedback that contributes to the group	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Excellence	Listen and address problems as soon as possible; be flexible and adaptable to the changing focus of Mellon	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*Checkmarks on "Needs Improvement" require a specific goal on the development plan

Year-End Overall Assessment for Shared Values:

Effective

Highly Effective

Role Model/
Outstanding

Needs Improvement

Comments on Year-End Assessment (add pages if necessary):

Linda provides a high level of service to our clients. She is always willing to help teammates whenever possible, and makes it a point to get along with support personnel.

Section III: Competencies

Employees will be assessed on core, people management (those holding managerial responsibilities) and job/role-specific competencies. The Competency Guide in the performance management toolkit provides a behavioral description of each competency.

Competencies	Year-End Assessment	Comments and Examples (Year-End Assessment)		
Core Competencies**				
Adaptability	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Communication	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Customer Service Orientation	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Interpersonal Skills	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Judgement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Personal Accountability/Ownership	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
People Management Competencies*** (only for those who manage people)				
Attracting and Retaining Organizational Talent	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Developing and Coaching Others	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Managing for Results	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Job Specific Competencies*** (all exempt employees must have 1-3)				
Dependability	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Initiative/Sense of Urgency/Organizational Skills	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Product knowledge/work quality	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

*Requires a comment/explanation

**Please use the Competency Guide in the performance management toolkit to review behavioral descriptors

Year-End Overall Assessment for Competencies:

Effective

Highly Effective

Outstanding

Needs Improvement

Comments on Year-End Assessment (checkmarks on "Needs Improvement" require a specific goal in the development plan):

Linda understands that the role of Portfolio Administrator is changing at Mellon, and that more will be expected of her in the future.

Section IV: Summary and Final Performance Rating – To Be Completed During Year-End Assessment

Results-Based Goals	<input checked="" type="checkbox"/> Meets Target	<input type="checkbox"/> Exceeds Target	<input type="checkbox"/> Outstanding	<input type="checkbox"/> Below Target
Shared Values	<input type="checkbox"/> Effective	<input checked="" type="checkbox"/> Highly Effective	<input type="checkbox"/> Role Model/ Outstanding	<input type="checkbox"/> Needs Improvement
Competencies	<input type="checkbox"/> Effective	<input type="checkbox"/> Highly Effective	<input type="checkbox"/> Outstanding	<input checked="" type="checkbox"/> Needs Improvement
Overall Rating (Check One):				
<input type="checkbox"/> On-Target Performance <input type="checkbox"/> Strong Performance <input type="checkbox"/> Outstanding Performance <input checked="" type="checkbox"/> Action Needed*				

* Requires the rater to check one of the boxes below & to provide a comment/explanation

Action Needed: Check one of the following boxes.

- Too New to Rate:** Employee is new in the organization or unit. Manager and employee need to establish an interim date for assessment.
- Needs Improvement:** Employee occasionally, but not regularly, met expectations in selected areas and requires improvement in specific job areas.
- Unsatisfactory:** Employee performance did not meet the minimum requirements.

Manager's Comments for Assessment Period – required if "Action Needed" was selected on final performance rating (add pages if necessary):

There are two main areas that Linda needs to improve. First, there were several special projects during the year that Linda did not complete in a timely manner. These include identification of accounts on a model with restrictions, gathering and calculating cost basis for clients, ~~Naomi Wrightson's~~ E-Bonds valuation, changing mutual fund distribution options for clients, and identifying funds transfer agreements that are on file and setting the clients up to receive wires. Linda is aware that ultimately the responsibility falls on her to complete tasks when assigned. If she can't find the time, she needs to let her supervisors know. Linda also needs to develop a better understanding of investments in general and Mellon's Investment Policies and procedures specifically. Time needs to be made for this in order to move towards eventually handling accounts on her own. There should be an immediate and sustained improvement in the timeliness of completing all projects. Linda should identify all outstanding projects by February 15th*, and each should have a deadline assigned, with a zero tolerance standard for lack of timely completion. If a deadline is missed, further corrective action will follow. New goals will be established for Linda by Brendan and Gregg. An interim performance evaluation should be done to determine if goals are being met and to assure that performance returns to On-Target or better.

Employee's Comments for Assessment Period (add pages if necessary):

Employee Response is attached and signed.

A-346

Signatures and Dates

Employee Signature/Date		Manager Signature/Date		Next-level Manager Signature/Date	
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes					
Employee Signature/Date		Employee Signature/Date		Employee Signature/Date	
Manager Signature/Date		Manager Signature/Date		Manager Signature/Date	
Next-level Manager Signature/Date				Next-level Manager Signature/Date	

Linda J. Blodzis 2/1/03
Brendan J. Gregg 1/31/03

Section V: Self-Appraisal Questionnaire

The employee initiates the assessment process by conducting a qualitative self-assessment of his/her performance that is given to the manager prior to the performance discussion.

Results-Based Goals

- 1) Describe in qualitative terms how you would assess your performance against the results-based goals that were established during the planning process.

Continued to demonstrate initiative & willingness to accept each challenge and assignment and make every attempt to complete in a timely manner. Even in the current stressful economic environment, I have been dedicated to even more client service and satisfaction.

- 2) What are the factors that enabled or hindered your ability to meet expectations?

Short notice given on major corporate projects.

Because of our small office, accountability falls on entire staff.

Shared Values

- 3) List specific examples/occasions where you have demonstrated our Shared Values.

SHARED VALUE	EXAMPLES/OCCASIONS
Integrity	<ul style="list-style-type: none"> ■ Continue to serve all clients and offer solutions. ■ Respond to all clients' requests regardless of status of account (active or terminating).
Teamwork	<ul style="list-style-type: none"> ■ Suggested client teleconference when personal meeting not possible. ■ Helped arrange client meetings on short notice.
Excellence	<ul style="list-style-type: none"> ■ Accepts accountability. ■ Adaptable to changing corporate policies.

Competencies

What are your two strongest areas? Explain.

Very client service oriented.

Works hard on client relationships.

5) What are your two areas for improvement? Explain.

More in-depth investment training and knowledge.

Advanced computer skills/proficiencies.

Competency Development Plan

During the assessment period, managers identify strengths that contribute to job effectiveness and areas that need to be improved, enhanced or developed. As a result, employees and managers establish a development plan (on-the-job assignments, task force committee, coaching, etc.). Each employee must have at least *one* developmental goal for the year.

Strengths - Identify Areas of Strength		Developmental Areas	
Competencies to Develop		Developmental Areas	
1.			
2.			
3.			
4.			

Comments (add pages if necessary):

Items for consideration at future Performance Planning Meeting (add pages if necessary):

Linda Blozis

Response to Manager Review dated 1/27/03

My understanding of the Mellon review process is that it is incumbent upon the supervising officer to set goals and deadlines for their direct reports. That notwithstanding, I will address comments made in my review dated 1/27/03.

The reviewing officer completely neglected to state that from March 3, 2002 until July 7, 2002, four months, I was entirely responsible for all the support of the Greenville Private Wealth Management (P.W.M.) office accounts as a result of the dismissal of Kathleen Agne. Upon hiring a replacement portfolio administrator, I devoted major portions of my workday to training and answering questions while continuing with my own workload as planned vacations were taken and officers were on client calls. During this same period the supervising officer spent 3-4 days per week in the Mellon Philadelphia offices and was subsequently promoted/transferred to another position in December 2002.

Over these four months I prepared all materials for client meetings; handled all monthly reviews and trades as instructed; monitored all in-coming cash additions and out-going disbursement requests; opened a number of new accounts; started termination of some accounts; and devoted as much time as possible to special corporate projects. I was also responsible for office mail; equipment maintenance; supply ordering and coverage of all department phone lines.

As of this writing:

Identification of accounts with restrictions on Mellon models has been completed. Substantiating paperwork is available.

Calculating cost basis for clients' assets has previously been identified as an administrating officer job requirement. Since a particular account was not specified, I cannot provide more explanation.

Identifying funds transfer agreements on file had a deadline for early June 2002. I was instructed to do the best I could at that time and updated some 50-60 accounts of the total office portfolio.

Mrs. Naomi Wrightson is an 85 year old widow. Her e-bonds valuation should have been completed when the account was opened in 1995 by the sales officer or the then administrating officer. As previously detailed in an email to my supervisor, I made two personal trips to Mrs. Wrightson's home to try to get her to release the bonds and complete the addition to the account. She refused on both occasions to fully disclose the information to me. I refrained from any additional contact with the client when I learned from her accountant that she was not totally forth-coming with him about her assets, thus causing a large estimated tax payment requirement. Because of her age and confusion in paying estimated taxes, I made two personal trips to the IRS in downtown

Wilmington on her behalf and resolved the problem for her. The account has since been transferred to the Walker Team.

At this time I see my responsibilities as follows:

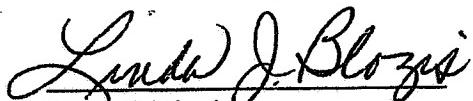
To update the Greenville Business Resumption Plan with current staff changes.

To correct and update stale-dated assets for all accounts assigned officer #201 including many accounts that have always been serviced in Philadelphia, with the files remaining there and for which I had no prior working knowledge.

To continue to service our clients to the best of my ability and as defined by those supervisors who will be directing the course of the Greenville, DE wealth center.

It is important to note for this record - during my tenure of service at Mellon there has never been a situation that has placed Mellon Private Wealth Management in legal jeopardy either by client initiation; regulatory compliance or negligence on my part.

I therefore disagree with these review criticisms both in tone and substance.



Linda J. Blozis

February 11, 2003